

# Exhibit C



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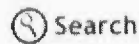
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☒ Internal Dispute Resolution and Arbitration

## Internal Dispute Resolution and Arbitration



The company encourages you to bring work-related concerns to management's attention. This policy describes a range of problem-solving options and resources available to you.

### Topics you will find on this page

- \* Applies to
- \* Arbitration
- \* Resolution process
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### Applies to

This policy applies to all employees.

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### Arbitration

UnitedHealth Group values each employee and looks forward to good relations with, and among, all employees. Even in the best relationships, misunderstandings and concerns may sometimes occur. UnitedHealth Group believes that workplace concerns are best resolved through open and candid discussions with your manager and you are encouraged to discuss any concerns as soon as they arise.

UnitedHealth Group believes that the Internal Dispute Resolution (IDR) policy and the Employment Arbitration Policy, provide you with the opportunity to receive prompt and objective review of your employment concerns. These problem-solving procedures enable you to resolve any employment concerns through a full range of procedures without fear of reprisal, while minimizing the cost of an inherent external proceeding. Most importantly, your concerns can be addressed promptly, without need for lengthy delays.

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- \* If your complaint involves reviewer

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### Resolution process

There are three steps involved in resolving a work-related issue.

Disputes covered under the Internal Dispute Resolution (IDR) process are not limited to disputes that involve a legal claim. However, an IDR cannot be filed to dispute a UnitedHealth

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- \* Description of each step
- \* If response takes too long

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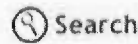
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☒ Internal Dispute Resolution and Arbitration

Internal Dispute Resolution and Arbitration home page

## If your complaint involves reviewer

### If your complaint involves reviewer

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**Q What should I do if I have a complaint that involves the person who is supposed to review my complaint?**

**A** If you have an issue with the person you are supposed to file the complaint with, or if you feel it is inappropriate to have a discussion with this person, go to the person identified in the next step or call United HRdirect at (800) 561-0861 (7:00 a.m. - 7:00 p.m. CST Monday - Friday).

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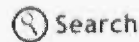
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Internal Dispute Resolution and Arbitration home page

## Description of each step

### Topics you will find on this page

Starting the process

Step 1

Step 2

Step 3

Arbitration

### Starting the process



#### When should I start the Internal Dispute Resolution (IDR) Process?



If requested by either you or management, set up a meeting or teleconference to discuss the issue with United HRdirect.

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### Step 1

The Internal Dispute Resolution (IDR) Process consists of the following three steps:

#### Step 1

- Complete an IDR Filing Form and submit a written statement of the concern within 10 working days after the informational discussion with your manager, but no later than 20 days from the decision/action that raised your concern
- If requested by either you or your manager, a meeting or teleconference (if you and your manager are in different locations) will be scheduled, usually within 20 working days from receipt of the written concern, to discuss the issue
- Either you or your manager can request that either a Human Capital Partner or a United HRdirect Employee Relations Specialist attend this meeting. You can contact your Human Capital Partner directly or call United HRdirect to arrange for an Employee Relations Specialist to attend the meeting
- The manager reviewing the concern will use an IDR Response Form to provide a written response within 20 working days of the meeting

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Internal Dispute Resolution  
Filing Form

Internal Dispute Resolution  
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## Step 2

### Step 2

- Using an IDR Appeal Form, you may appeal the Step 1 response to the department head/site manager
- The appeal should be submitted in writing within 10 working days from receiving a written response to the prior step. As a part of your written appeal, you can request to have a face-to-face or telephonic meeting
- Any management response not appealed to the next level within 10 working days from the written response to the prior step will be considered as satisfactory to you. As part of your written appeal, you can request to have a face-to-face or telephonic meeting
- The manager reviewing your concern will provide a written response to you using the IDR Response Form within 20 working days of the meeting

### More...

- \* Internal Dispute Resolution Appeal Form
- \* Internal Dispute Resolution Response Form

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## Step 3

### Step 3

- Using an IDR Appeal Form, you may appeal the Step 2 response to the site vice president or your business operation/segment head. Specific manager levels and titles will be clarified by your immediate manager for your specific business segment
- Step 3 appeals should be submitted in writing within 10 working days from receiving a written response to Step 2. Your appeal should include whether you would like a face-to-face or telephonic Step 3 meeting
- Any management response not appealed to the next level within 10 working days from the written decision at Step 2 will be considered satisfactory to you
- The manager reviewing your concern will provide a written response to you using the IDR Response Form within 20 working days of the Step 3 meeting
- Step 3 responses are the final review in the IDR process and considered final and binding by you and your immediate manager, except that you may request arbitration in accordance with the UnitedHealth Group Employment Arbitration Policy, for those issues subject to the policy

### More...

- \* Internal Dispute Resolution Appeal Form
- \* Internal Dispute Resolution Response Form
- \* Demand for Arbitration

## Terminated Employees

An appeal of a termination must be submitted in writing within 20 days of the termination. The appeal process should BEGIN at Step 3 of the Internal Dispute Resolution and Employee Arbitration process.

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## Arbitration

### More...

Occasionally, disagreements may arise between you and UnitedHealth Group or between you in the context that involves UnitedHealth Group. UnitedHealth Group believes that the resolution of those types of disagreements are best accomplished by using the Internal Dispute Resolution (IDR) Process and, where that fails, by arbitration based on the rules of the American Arbitration Association.

Employees and UnitedHealth Group benefit from the use of private arbitration because it usually results in quicker, less costly resolution of disagreements than litigation for all current and former employees, as well as UnitedHealth Group. Therefore, UnitedHealth Group is pleased to extend arbitration to all current and former employees as an essential element of your employment relationship with UnitedHealth Group.

The UnitedHealth Group Employment Arbitration Policy is a binding contract between you and UnitedHealth Group. Arbitration is the exclusive forum for the resolution of all employment-related disputes, including termination of employment, involving UnitedHealth Group that are based on a legal claim. A copy of the official Arbitration can be found by following the link below:

- **Employment Arbitration Policy**

Arbitration decisions are final and binding upon both the employee and UnitedHealth Group. Since many employee disputes can be successfully resolved during the IDR process, and employees cannot use the Arbitration process unless they have first completed the IDR process and the matter is based on a legal claim.

Any party to the dispute may initiate the arbitration process. A dispute is based on a legal claim and is subject to this policy if it arises or involves a claim under any federal, state or local statute, regulation or common law doctrine. A separate arbitration policy applies to certain benefit-related claims. Further information can be found under the specific benefit within this Web site.

Employees who request arbitration for a dispute must use the Demand for Arbitration form. The Internal Dispute Resolution (IDR) Step 3 Appeal and Response form must be attached. A \$25 check or money order payable to "UnitedHealth Group" must accompany this form. Return completed form to:

- Corporate Employee Relations  
UnitedHealth Group  
9900 Bren Road East  
Mail Route MN008-T850  
Minnetonka, Minnesota 55343

The rules and procedures to be used by the parties for arbitration are generally based on the Employment Dispute Resolution Rules of the American Arbitration Association (AAA). UnitedHealth Group has modified and expanded the rules and procedures in certain respects. In particular, provisions regarding fees and costs have been modified so that many of the costs typically shared by the parties will be borne by UnitedHealth Group. In addition, provisions permitting limited discovery have been added to ensure that both parties have similar access to relevant information. The AAA Rules shall govern issues not addressed by the UnitedHealth Group policy.

The arbitrator shall follow the rules of law of the state that is your principal place of work, any applicable Federal law, and the rules as stated in the policy. The arbitrator shall have the

authority to grant any remedy or relief that the arbitrator deems just and equitable and is authorized by and consistent with the applicable law, including applicable statutory limitations on damages.

The arbitrator shall not have the authority to award damages or penalties to any entity or individual who is not a party to the arbitration. The arbitrator shall have the authority to award counsel fees to the prevailing party if the arbitrator finds that the demand of a current or former employee for arbitration was frivolous, without merit or was not submitted in good faith.

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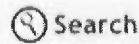
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## Viewing other complaints

### Viewing other complaints

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**Is it possible to look at complaints filed by other people?**



All complaints are confidential. The reviewers will take into consideration other similar complaints.

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